FORM 13-502F1
CLASS 1 AND CLASS 3B REPORTING ISSUERS – PARTICIPATION FEE

MANAGEMENT CERTIFICATION

I, <u>Bruce Howard</u>, an officer of the reporting issuer noted below have examined this Form 13-502F1 (the **Form**) being submitted hereunder to the Ontario Securities Commission and certify that to my knowledge, having exercised reasonable diligence, the information provided in the Form is complete and accurate.

(s)<u>Bruce Howard</u>   <u>April 29 2020</u>
Name: Date:
Title: Chief Executive Officer

Reporting Issuer Name: <u>UpSnap Inc.</u>

End date of previous financial year: <u>December 31 2019</u>

Type of Reporting Issuer: ☑ **Class 1 reporting issuer**   ☐ **Class 3B reporting issuer**

Highest Trading Marketplace: <u>Canadian Securities Exch.</u>
(refer to the definition of "highest trading marketplace" under OSC Rule 13-502 *Fees*)

Market value of listed or quoted equity securities:
(in Canadian Dollars - refer to section 7.1 of OSC Rule 13-502 *Fees*)

Equity Symbol

                                                                        <u>UP</u>

1st Specified Trading Period (dd/mm/yy)
(refer to the definition of "specified trading period" under OSC Rule 13-502 *Fees*)   <u>01/01/19</u>   to <u>31/03/19</u>

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace   <u>$0.01</u>   (i)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period   <u>267,640,941</u>   (ii)

Market value of class or series   (i) x (ii)   <u>$2,676,409</u>   (A)

2nd Specified Trading Period (dd/mm/yy)
(refer to the definition of "specified trading period" under OSC Rule 13-502 *Fees*)   <u>01/04/19</u>   to <u>30/06/19</u>

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

$0.005 _____ (iii)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

267,640,941 _____ (iv)

Market value of class or series   (iii) x (iv) $1,338,204 _____ (B)

3rd Specified Trading Period (dd/mm/yy)
(refer to the definition of "specified trading period" under OSC Rule 13-502 *Fees*)

01/07/19 _____ to 30/09/19 _____

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

$ 0.005 _____ (v)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

267,640,941 _____ (vi)

Market value of class or series   (v) x (vi) $1,338,204 _____ (C)

4th Specified Trading Period (dd/mm/yy)
(refer to the definition of "specified trading period" under OSC Rule 13-502 *Fees*)

01/10/19 _____ to 31/12/19 _____

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

0.005 _____ (vii)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

267,640,941 _____ (viii)

Market value of class or series   (vii) x (viii) $1,338,204 _____ (D)

5th Specified Trading Period (dd/mm/yy)
(if applicable - refer to the definition of "specified trading period" under OSC Rule 13-502 *Fees*)

_____ to _____

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

$_____ (ix)

Number of securities in the class or series of such

_____ (x)

security outstanding at the end of the last trading day of the specified trading period

Market value of class or series   (ix) x (x) $_____ (E)

Average Market Value of Class or Series
(Calculate the simple average of the market value of the class or series of security for each applicable specified trading period (i.e. A through E above))

                                          $1,672,755_____ **(1)**

(Repeat the above calculation for each other class or series of equity securities of the reporting issuer (and a subsidiary pursuant to paragraph 2.8(1)(c) of OSC Rule 13-502 *Fees*, if applicable) that was listed or quoted on a marketplace at the end of the previous financial year)

Fair value of outstanding debt securities:
(See paragraph 2.8(1)(b), and if applicable, paragraph 2.8(1)(c)
of OSC Rule 13-502 *Fees*) $_____ **(2)**

 (Provide details of how value was determined)

Capitalization for the previous financial year   (1) + (2) $1,672,755_____

Participation Fee $890_____
(For Class 1 reporting issuers, from Appendix A of
OSC Rule 13-502 *Fees*, select the participation fee)

(For Class 3B reporting issuers, from Appendix
A.1 of OSC Rule 13-502 *Fees*, select the
participation fee)

Late Fee, if applicable
(As determined under section 2.7 of OSC Rule 13-
502 *Fees*) $_____

Total Fee Payable
(Participation Fee plus Late Fee) $890_____

APPENDIX A

CORPORATE FINANCE PARTICIPATION FEES

Capitalization for the Previous Financial Year	Participation Fee (effective April 6, 2015)
Under $10 million	$890
$10 million to under $25 million	$1,070
$25 million to under $50 million	$2,590
$50 million to under $100 million	$6,390
$100 million to under $250 million	$13,340
$250 million to under $500 million	$29,365
$500 million to under $1 billion	$40,950
$1 billion to under $5 billion	$59,350
$5 billion to under $10 billion	$76,425
$10 billion to under $25 billion	$89,270
$25 billion and over	$100,500